



39th AGM - Hero MotoCorp Limited

9th August, 2022

- Moderator:

- Dear shareholders, good morning. Welcome to the 39th Annual General Meeting of Hero MotoCorp Limited. For smooth conduct of the meeting, the members will be on mute mode. Your audio and video will be switched on only when you speak at the AGM as per the requirement. Please note as per the requirements, the transcript of the AGM will be available on the website of the Company. I now hand over the proceedings to Dr. Pawan Munjal – Chairman and Chief Executive Officer of Hero MotoCorp Limited.

- Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:

- Good morning, ladies and gentlemen. My warm greetings and Namaskar to all of you. I'd like to extend a very warm welcome to you all at the 39th Annual General Meeting of our Company. I hope that you all and all your families and all your loved ones are all staying safe and healthy. In order to ensure the safety of all the stakeholders, this Annual General Meeting is being organized through video conferencing, which is in compliance with the guidelines issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India. The Company has made necessary arrangements to enable the members to participate in the meeting through video conferencing and to vote electronically. The proceedings of this Annual General Meeting shall be deemed to have been conducted at the registered office of the company. It is my pleasure now to introduce to you the Board Members and other officials present at the meeting.
- Mr. Pradeep Dinodia, is a Non-Executive Director. He is the Chairman of the Stakeholders' Relationship Committee and Risk Management Committee. Mr. Dinodia is a fellow member of the Institute of Chartered Accountants of India and the Chairman and Managing Partner of the Delhi based chartered accountancy firm, M/s S.R. Dinodia & Co.
- Ms. Tina Trikha, is an Independent Director of the Company and also the chairperson of the audit committee. She has close to two decades of experience working with

companies in India, the United States, and South-east Asia. She is also the published author and an executive coach.

- Professor Jagmohan Singh Raju, is an Independent Director of the company and is also the Chairman of the Nomination and Remuneration Committee. Prof. Raju served as the Vice Dean of Wharton Executive Education and is currently the Joseph J. Aresty Professor of marketing at the Wharton School of the University of Pennsylvania. He leads and teaches in many executive education programs at Wharton and advises leading companies around the world and startups initiated by Wharton students.
- Mr. Suman Munjal, is a Non-Executive Director of the Company. He is the Executive Chairman of Rockman Industries Limited and possesses rich experience and expertise in business management.
- Air Chief Marshal B.S. Dhanoa (Retd.), is an Independent Director of the company. He has had an illustrious career with the Indian Air Force and has served at various ranks. He served as the 25th Chief of the Indian Air Force from January 1, 2017 to September 30, 2019.
- Ms. Camille Tang, is an Independent Director of the company. Ms. Tang has deep experience in innovation, intellectual property, and productization across Asia Pacific, Europe, and USA. Ms. Tang's industry experience includes wireless power technology, leadership and management education, financial derivatives, and investment banking, lifestyle design and financial management.
- Mr. Rajnish Kumar, is an Independent Director of the company. He is the former chairman of State Bank of India. Mr. Kumar is a career banker with nearly four decades of service with the State Bank of India. He is credited with steering the bank successfully through very challenging times and adopting key technologies transformations.
- Ms. Vasudha Dinodia, is a Non-Executive Director of the company. She is the Founder and Managing Director of the Boutique Chocolate Company, Choko la. She has been a keen marketing strategist who has scaled Choko la to be a globally recognized and a premier chocolate brand. She is a trendsetting chocolatier and an astute businesswoman.
- Mr. Vikram Kasbekar, has been with the Company for close to 21 years and is presently an Executive Director Operations at Hero. He has contributed significantly to the growth of the organization.
- Mr. Dhiraj Kapoor, Company Secretary and Compliance Officer and Mr. Niranjan Gupta, Chief Financial Officer are both present at the meeting.
- The representatives of the statutory auditors, Mr. Vikram Advani from M/s BSR and Co. LLP and the secretarial auditors Mr. Devesh Kumar Vasisht from M/s Sanjay Grover & Associates are present at the meeting.

- Dhiraj can you please confirm the quorum for this meeting.
- **Mr. Dhiraj Kapoor -- Company Secretary & Compliance Officer, Hero MotoCorp Limited:**
- Yes Chairman, the requisite quorum is present and the meeting is duly constituted.
- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**
- Dear members, as we have the requisite quorum present through video conferencing to conduct the proceedings of the meeting, I now call this meeting to order. The statutory registers are available at the NSDL e-voting platform for inspection electronically till the conclusion of this meeting. The notice of the 39th Annual General Meeting is already with you; therefore, I take the same as read. There are no adverse qualifications, observations, or comments in the statutory auditors report as well as in the report of the secretarial auditors, hence the same are not required to be read at the meeting. I now invite you all to watch a brief audio-visual before I make my speech.
- *Audio visual played for approx. 1 minute*
- **Moderator:**
- Over to you, Dr. Munjal.
- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**
- My namaskar to all of you once again. Dear investors, shareholders, partners, and colleagues from across the globe, once again a very warm welcome to the 39th Annual General Meeting of our company. I hope all of you all and your loved ones are staying safe and healthy. A lot has happened since our previous AGM in the year 2021. It was a period unlike any other. I will share with you the key aspects a little later. Before I start my official address for today's Annual General Meeting, I'd like to take us all back 11 years, I'm sure some of you may instantly know the significance of the day today while the new members of our Hero family may be wondering what is special about today.
- Well, it was on August 9th, 2011, 11 years ago, a date which is etched in the history of our company now, a day that is also very close to my heart, the day when I unveiled the brand Hero -- the reborn Hero as the world stood witness. It was on this day at the O2 arena in London, where an Indian company made the world take note of its aspirations and goals. The rest as they say is history. We have surely come along way with the continuous support, trust, and confidence of you all and the untiring efforts of our employees and partners who have all contributed to building this brand as the world's number one motorcycle and scooter company. A coveted position we have proudly held for the past 21 years and 21 consecutive years. So, on this momentous Hero Day, let me congratulate and thank you all for being a part of this large Hero

family. The journey of Hero exemplifies the journey of India. Hero has been one of the earliest pioneers of Make in India. Key inflection points in our company's history interestingly overlap with the history of India including the month of August. As we celebrate Hero Day today on August 9th, India celebrates its Independence Day on August 15th.

- I'd like to take this opportunity to wish all Indians across the world a proud and glorious 75th Independence Day in advance. Let's now recap the year gone by. For us at Hero MotoCorp, the past year has been about change, resilience, resetting priorities, and continuous drive towards achievement of our vision 'Be the future of mobility'. Navigating a difficult environment and the unforeseeable circumstances during the more intense second wave of the pandemic, our company proved its resilience with prudent leadership and the tremendous hard work of our colleagues through FY2021-22. I'm humbled and proud to say we truly stood together during these testing times. As you may be aware, there is a possibility of a global recession looming on the horizon. The global markets are in a frenzy, inflation has reached unheard of heights especially in traditionally mature developed economies and the Indian rupee has hit an all-time low against the US dollar while outperforming many other emerging market currencies. With no sign of an end to the war in Ukraine, it is not unlikely that the conflict may tip the alright, already fragile global economy into a slum. This is unfortunately the reality of the dynamic changing times that we are all living in.
- Our company too has faced multiple headwinds during this unprecedented year, yet we maintained our global leadership position, we kept our customer's requirements at the center of our mission, and at the heart of our business. We continued to offer the best products and services to meet the changing and evolving expectations and parallelly drive new product developments. In line with our company's mission statement "To Create Collaborate and Inspire" we are leading the world into a sustainable future. The best ideas often come to fruition when different partners collaborate and work together. Collaboration is what defines brand Hero. As the Japanese author, Ryunosuke Satoro wrote, 'individually we are one drop, together we are an ocean'. Our hard work and tenacity has enabled our company to continue to retain its coveted position as the world's #1 motorcycle and scooter company for more than two decades now. Hero MotoCorp is not only a proud contributor to India's growing economy, but a harbinger of the nation's ingenuity and manufacturing prowess and being a major contributor towards its position in the global economic space.
- During the past decade of our growth journey, we have expanded our global footprint to 43 countries, doubled our manufacturing base to 8 plants including 2 international plants in Colombia and Bangladesh. We scaled up our in-house research and development capabilities with the world class R&D ecosystem in India and Germany. Above all, we have built an organization on the pillars of diversity and inclusion. With women workers comprising approximately 10% of our workforce and associates from over a dozen countries around the world, we are spearheading the industry in

inculcating diversity and inclusion in the organizational culture. Mobility is undergoing one of the most transformational shifts of this century with far reaching implications such as evolving consumer demands, ownership, and breakthrough technologies. The global automotive industry maybe over 100 years old, yet it is being redrawn, recrafted, and reborn before our own eyes like no other industry in this world.

- Being a responsible corporate citizen, we at Hero fully understand and realize that the future of humankind will be governed by sustainability and protecting the environment and climate. I am totally convinced that mobility will be one of the industries that will lead this massive transformation and we at Hero will be right at the forefront of this transformation keeping with our vision be the future of mobility. This year, we'll see our company claim its position in the exciting clean mobility space, green mobility space in a new avatar as we take strides to transform our leadership in the internal combustion engine market into the electric vehicle space globally. In keeping with our vision to lead the migration to this new future of mobility, I unveiled Vida powered by Hero as our new brand identity for emerging mobility solutions. Through Vida, which means life. We will not only revolutionize the electric mobility space, we will ensure a cleaner, greener, and a better future for our generations to come.
- Our company continues to leverage our global partnerships to strengthen our capabilities. With our partnership with Gogoro Inc. of Taiwan, we will bring the largest battery swapping network to India. Our collaboration with Bharat Petroleum Corporation Limited will support setting up battery charging infrastructure for electric vehicles across the country. With the investment in Ather Energy in 2016, since 2016, we are accelerating our electric journey and bringing sustainable mobility solutions that deliver value to our stakeholders. In keeping with our strategy of strengthening our core business and amid the transformation of the automotive industry, we aim to capitalize on all the opportunities presented by the global automotive and emerging markets. Our new strategy for the global business vertical called R4, which was launched in 2021 has been transformative and has delivered great results. The R4 mission was to revitalize, recalibrate, revive, and revolutionize our global business. This program has seen tremendous success as our global business delivered 3,00,624 that is 300,624 two wheelers in 43 markets during the year under review. A remarkable growth of 57%.
- During the financial year 2021-2022, we significantly expanded our presence in the central and South American markets through strategic partnerships, having already commenced retail sales in Mexico in partnership with Grupo Salinas, we aim to become a key player in that market. We have partnered with Gilera Motors in Argentina, one of the leading automotive companies in that country. Our new partnerships in Central America with Grupo Casa Pellas in Nicaragua and Movesa S.S. in Honduras are extremely promising. We have further expanded our presence in El Salvador and reinvigorated our strategy in Nigeria with the goal to attain market leadership in the African markets. Our new dealership in Dubai will help us tap into

the growing market in the gulf region. The goal is to garner 15% of our total volumes from global markets by 2025. During the year under review, the two-wheeler industry faced multiple headwinds owing to weak demand and continuous disruptions in the supply chain. The rural markets, which account for over half the annual sales of motorcycles and scooters in India remained under economic stress. Higher material costs, shortages of products and services, and soaring fuel prices increased the cost of ownership further dampening consumer sentiment and their ability to buy. All of these events impacted two-wheeler sales in India.

- To offset the adverse impact, we focused on expanding our exports, optimizing costs and resources, prioritizing transformational projects, improving internal processes, and reevaluating our options. While the rising costs for freight played spoilsport, we navigated through these challenges with grit, endurance and determined to ensure that our products reached our distributors and customers. During the year, we continued to focus on the short- and medium-term growth drivers for our company. Together, with the move towards premiumization of our product portfolio. I'm delighted to share that ever since we took the Harley-Davidson distributorship into our fold here in India, Harley-Davidson in India has again regained its number one position for motorcycles above 1,000 CC's and with the focus on growing our parts, accessory, and merchandising business, we achieved both growth and profitability. The parts, accessories, and merchandise business recorded a growth of 15% year-on-year in revenue creation of over ₹1,000 crores per quarter. The segments contribution has been noteworthy and it continues to grow at a healthy rate.
- Another key enabler for this fiscal year was Hero FinCorp, our finance arm, which has been growing at a phenomenal pace since 2012. It has helped serve 7 million customers through its 2,000 locations spread across the country. Hero FinCorp recently raised ₹2,000 crores in growth capital, which will help it expand its reach and offering and drive two-wheeler sales. Hero FinCorp plans to evolve into a full-service finance company in the near future. The launch of our virtual showroom providing our customers with an immense buying experience is among one of the several digital initiatives that have helped us drive process optimization. We have also launched a sales and after sales service platform on WhatsApp. Going forward, we expect 30% of our sales to be generated from digital channels. Additionally, we have launched 7 new phygital Hero 2.0 stores across the country. These new stores offer a warm and inviting environment for our customers with a high digital engagement infrastructure. I dare say, these stores could become a beacon of reference for the entire two-wheeler industry. In the year ahead, we plan to reenergize our dealership network across the country by opening a large number of these stores.
- Hero MotoCorp sees diversity and inclusion as its core pillar of our foundation and our strength. A diverse workforce brings with it, different perspectives, experiences, and competencies and thus makes us more innovative, inclusive, and competitive. For this reason, we encourage a work environment that actively incorporates different ideas, perspectives, and leadership styles. We embrace diversity in all its

facets. Our company and its leadership are constantly striving to increase the number of women in the organization across the entire spectrum, from the shop floor to the boardroom. I am personally driving the D&I agenda with the stated mandate to all the leaders to replicate this in all of their respective functions. Our people first strategy is inseparable from our future plans, which are tied to our focus on sustainability, responsible manufacturing and doing business the right way. Through the five pillars of people, product stewardship, inclusive growth, eco efficiency, and responsible value chain, we are evaluating every decision through the ESG lens.

- Our consistent efforts in stewarding sustainability have also been recognized by the emerging markets Dow Jones Sustainability Index for two consecutive years. As a worldwide sustainability leader, we have initiated a major step during the year with the institution of a \$100 million global sustainability fund. The fund will be used to nurture 10,000 plus entrepreneurs on ESG solutions that will in turn create a positive impact on the planet and people. Riding towards new horizons, our company is geared up for the next decade. As we focus on the production of the next 100 million by the end of 2030, we are taking strides towards sustainability and electrification with a single-minded determination to truly be the future of mobility. All I can promise is that while the first 100 million was achieved with the production of motorcycles and scooters, the next 100 million would certainly be an all new innovative and greener body form. I am confident that our leadership team and the entire Hero family with their courage, confidence and dedication will write the next chapter of our company success together. Together, we will make a difference to our future. I thank all our valued shareholders, dealers, distributors supply chain partners, associates, our entire workforce, our customers in India and across the world for their complete support and trust in our company our people as well as our products. I once again wish everyone a healthy safe and a prosperous year ahead. Namaskar.

- *Audio visual played for approx. 2 minutes*

- **Moderator:**

- Over to you Dr. Munjal.

- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**

- I would now like to brief you all about the resolutions, which are required to be passed today. There are six resolutions in the notice to be approved by the members at this Annual General Meeting.

- The first resolution is related to consideration and approval of the audited financial statements for the financial year 2021-22. The financial statements were recommended by the audit committee and approved by the Board. A copy of the financial statements has already been sent to all the shareholders and is also available on the website of the company.

- The second resolution is regarding confirmation of interim dividend and declaration of final dividend. The Board at its meeting held on May 3rd, 2022 had considered and recommended a final dividend of 1,750%, that is ₹35 per equity share. This dividend together with the interim dividend aggregates to ₹95 per equity share taking the total dividend for the financial year 2021-2022 to ₹95 per share that is 4,750%. The payment of the final dividend will be made within the stipulated time period to the eligible members.
- The third resolution is regarding the reappointment of Mr. Vikram Sitaram Kasbekar. He is an Executive Director of the company. Mr. Vikram Sitaram Kasbekar is retiring by rotation and being eligible has offered himself for reappointment.
- The fourth resolution is regarding the appointment of statutory auditors and fixation of their remuneration. Based on recommendations of the audit committee, the Board of Directors has appointed M/s Deloitte Haskins and Sells LLP as statutory auditors for a term of five years at such remuneration as recommended by the audit committee and approved by the Board of Directors. The relevant details have been provided in the explanatory statement forming part of the notice of AGM. Their appointment and remuneration requires approval from the shareholders and accordingly the same is put forth before you.
- The fifth resolution is regarding ratification of remuneration of cost auditors for the financial year 2022-23. Based on recommendations of the audit committee, the Board of Directors appointed M/s R.J. Goel & Co. as Cost Auditors for the financial year 2022-23 at a remuneration of Indian ₹300,000. Their remuneration requires ratification from the shareholders and accordingly, the same is put forth before you.
- The sixth resolution is regarding the re-appointment and approval of the terms and conditions of payment of remuneration to Mr. Vikram Sitaram Kasbekar as a whole time Director of the company. Based on the recommendations of the Nomination and Remuneration Committee, Mr. Kasbekar has been reappointed by the Board of Directors as a Whole Time Director designated as Executive Director- Operations on the existing terms and conditions including remuneration for a term of two years, with affect from August 8th, 2022 until August 7th, 2024. This resolution requires approval from the shareholders and accordingly the same is put forth before you.
- We now move on to our discussions with shareholders who have registered themselves as speakers with the company for raising their queries or to share their views on any item of the AGM notice or on the financial statements for the financial year 21-22. Those who have not registered themselves as speakers can communicate and share their comments if any through the tab available on the screen for online communication.
- Before we commence the session, I request Dhiraj Kapoor, Company Secretary to share a few guidelines for the question and answer session. Dhiraj.

- **Mr. Dhiraj Kapoor -- Company Secretary & Compliance Officer, Hero MotoCorp Limited:**

- Good afternoon everyone. Thank you to all the shareholders who have registered as speaker shareholders for this AGM. For a smooth session I will quickly share certain norms, which must be followed by the members. The Q&A session will be anchored by the operator and he will also call the preregistered speakers to come up one by one. Members are requested to unmute their microphone before speaking and also enable their camera if they wish to appear on the video. Members are requested to mention their name, folio number, DP ID, and the location. Kindly restrict your comments to not more than 3 minutes so that all speakers may get an opportunity to share their views. Answers to the queries raised by the shareholders will be provided once all the speaker shareholders have spoken. I now request operator to invite the speaker shareholders. Thank you.

- **Moderator:**

- Thank you, Sir. I now invite Mr. Mukul Khare to speak. Sir, could you kindly unmute your microphone and kindly restrict your comments or queries to a maximum of three minutes.

- **Mr. Mukul Khare – Shareholder:**

- Namaskar Pawanji and all Board Members sitting here. I'm Mukul Khare talking to you from Moradabad, Uttar Pradesh. It is very nice talking to you after a gap of 2-3 years because I have attended your AGM in 2019 and I had taken a lot of pains to reach there as I had attended the meeting physically. So, now I appreciate, you have conducted the AGM on a digital platform, this is a very most convenient method for all of us, please continue it. Sir, I have seen during the pandemic times everything was shut down, but the way you came back in the market so fast, I would like to thank you and your management team for this. Under your guidance, all the challenges of corona and also challenges to launch the BS6 model, you overcame all the challenges, and I do believe that now the current challenge of electric vehicle, you will also overcome this very nicely. Now you are going to launch a new vehicle, which you have named as Vida, Sir I have full confidence that Vida will be all over the market and will leave all the others behind. Sir, I wish you all the best for Vida. Sir, one more thing that you said, that you have started up Hero Merchandise, because till now.

- **Moderator:**

- Mr. Khare, we have lots of speakers lined up

- **Mr. Mukul Khare – Shareholder:**

- We had seen in Harley Davidson or generally in BMW and all, so we used to see their merchandise. Sir I have a small request that please give all the shareholders one cap and one T-shirt, as after wearing that we will feel so proud that you can't imagine as

we will feel that our company has given us something. Sir, I wish you all the best as our company is worlds #1 company and when there will be electric vehicles generation, we will be world #1 in that also. Thank you.

- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**

- Mukul ji, just a correction for you, the new brand name for the emerging mobility is Vida, as I said Vida means life, so it is not Veda, it is Vida. Thank you.

- **Moderator:**

- Thank you, Sir. I shall now invite Mr. Vinod Motilal Agarwal to speak. Sir, could you kindly unmute your microphone, switch your camera on, and speak. Kindly restrict comments or queries to a maximum of three minutes.

- **Mr. Vinod Motilal Agarwal – Shareholder:**

- Can you hear me?

- **Moderator:**

- Yes Sir, we can hear you loud and clear.

- **Mr. Vinod Motilal Agarwal – Shareholder:**

- Video also? My video started?

- **Moderator:**

- You are not on video.

- **Mr. Vinod Motilal Agarwal – Shareholder:**

- Respected Chairman, Pawan Munjalji, our CFO Niranjana Kumar Gupta Ji, and our CS Dhiraj Kumarji, good morning to everyone, it has become afternoon by now, so good afternoon to everyone Sir. Sir, I have voted for all these six resolutions sought to be passed in today AGM. Sir, I would like to know we've got eight plants with the capacity of 9.5 million vehicles per year and most of them are actually at the moment they are for ICE vehicles, Internal Combustion Engine Vehicles and how adaptable would be our suppliers and these plants be to the future of Vida, means it will be the electric vehicle going forward and your target is to have next 100 million vehicles to be sold by 2030 and you sold only 106 million vehicles till 22, so that means you will be requiring to be selling 104 million vehicles in the next eight years that they gives you a target about 11 or 12 million vehicles per annum, how likely is this target to be met in the electrical or the ICE vehicle I would like to know, since we are making a lot of these, we are the prominent leaders in the two wheelers and the automobile space, then why don't we enter that three-wheeler segment also, it's a big market, big profit margin, have you thought of it or have you left it for the competition to make money

out of it, why don't we enter that, this is my query on that and you spent 606 crores on R&D, last year also in the AGM in this very forum I had asked you to look at the drone, going forward there will be a lot of drone transportation also going forward, these are there in the Los Angeles when you go to consumer electronic shows, they are their personal transportation, they may not have been permitted as now, but they will be in the future, they'll get licenses with the 5G technology coming, they'll be moving targeted road maps for them, why don't we explore those possibilities also in a smaller scale at the moment, you can spend out of the 616 crores, a small portion of that amount into the drone transportation field also and we are in 43 countries, we are the leader and #1, Sir are we maintaining our because you said you have to cut 34% in the two-wheeler segment, are we maintaining or are we losing market share or are we likely to gain further market share in the two-wheeler segment. I wish the company all the best. I am happy about the ₹95 dividend that you have declared and I'm unhappy with the company Secretarial Department Sir. I was the speaker last year in this AGM

- **Moderator:**

- Sir your time is up, could you kindly conclude?

- **Mr. Vinod Motilal Agarwal – Shareholder:**

- The physical copy, they have not sent me a physical copy also, and no one from the companies CS team ever contacted me in to seek my query. I would have sent them a little in advance so that you would have been prepared by now, but their team doesn't seem to be interested in the outstation speakers. My folio number IM30327010278791, I'm speaking from Mumbai. My name is Vinod Agarwal. Thank you. Signing off. I wish the company all the best Sir.

- **Moderator:**

- Thank you, Mr. Agarwal. We move on to our next speaker shareholder. I'll request Mr. Mukesh V. Ajmera to kindly speak. Sir, could you kindly unmute your microphone, switch your camera on, and speak to restrict your comments or queries to a maximum of three minutes.

- **Mr. Mukesh V. Ajmera – Shareholder:**

- Namaskar. Am I audible?

- **Moderator:**

- Yes Sir. Namaste Pawanji. It is a pleasure to reconnect with you once again after last year's first AGM that I attended virtually and I hope this becomes a norm for future even if physical meetings come. AGMs are -- this is the season of AGMs and are in plenty and galore, but very few companies -- it's a sheer pleasure to be belonging to them, being part of them, and the very word Hero, it brings some kind of adrenaline

in us and more so for me because we have been associated with you and your family for more than 60 years and I'm looking forward to meeting with you personally and also talking with you as soon as possible. One of the things that I would have always liked is if the company can continue the relationship with even the old dealers who may or may not be operational now for multiple reasons, it'll be a nice thing once in a while if you can have a reconnection with them especially because of the legacy of your family, which dates back to so many decades and when we used to meet Babuji, Om Prakashji and others and being your guest at Ludhiana was out of the world experience and that continued even when all of you visited all the dealers whom you knew by personal names.

- Hero is indeed Hero and permanent congratulations to you for consistently being world #1 and whatever market shares you have globally as well as in India, there are a lot of companywide accolades to be made which I'm not repeating here. One of the reasons of your company's success as we have known you very personally and I have personally observed also that the Hero Group is among the handful of companies, which have the best CRM practices, which is at par with Infosys in IT industry and also you have excellent treatment of all stakeholders whom I call the middle line. The middle line being all your suppliers, your employees, your dealers, and even your end customers and no company can thrive or succeed unless it gives importance to the middle line due to whom only the top line and the bottom lines of every company exists and even flourishes or sometimes they even perish. I urge you to retain the same personal touch that your group is a very famous for and you should have this transcending across all your employees also as well as whoever our in the Board of Directors, whoever is managing the company, and there are a couple of very important things I would like to inform to you Pawanji, I think I have uttered this last time also, though you are doing enough, but then it's not good enough not in terms of you personally, but I'm talking about the automobile sector, India is notoriously noted for having the largest number of road accidents in the world and which is a shame for us and also unfortunately so many families lose their near and dear ones or people become handicapped for the rest of their lives.
- Human beings are capable of doing so many things, when our governments in the last few years have achieved so much in terms of modernizing India in terms of road construction and the way it was compared to what it was say 30-40 years back, it is something we need to take it upon ourselves as a challenge. We should be a prime mover in reducing accidents through education, awareness, and constant campaigning in all media as part of the ESG itself and this is not just for Hero, but the entire automotive industry and to Hero, I would suggest that in all your advertisement have some kind of a slogan which has a safety bearing, which will also re connect to people just the way Philip said it was in terms of marketing, so here again we can have a lot of safety initiatives and if you like I would like to get personally connected with you for so many such initiatives I have been involved in the past and I also have a lot of inputs and one last thing I would like to inform to you and I would like you to take some action and initiative Pawanji is have something called I ESG, I'm sure Hero has no problem as far as dealing with the shareholders is concerned, but

across the country you'll be surprised you probably know more than 2 lakh crores of money -- Indian public money is lying in government coffers unclaimed whether people are alive or their families wealth, and this is a shame on the country which is celebrating 75th year Azadi Ka Amrit Mohotsav and one of the reasons is because of the ridiculous, redundant, impossible to comply with archaic British era rules, regulations, laws, and acts and Prime Minister has done, I mean revamped or abolished 3,000 plus such Acts and there's a lot more that needs to be done and

- **Moderator:**

- Mr. Ajmera, you need to conclude

- **Mr. Mukesh V. Ajmera – Shareholder:**

- This is one of the most painful things. Prime Minister also says ease of living. The ease of living can come if you can have ease of investing and also ease of dying. There are many families who are worried what will happen to my wealth because the officials have not taken care of.

- **Moderator:**

- Mr. Ajmera, could you please conclude?

- **Mr. Mukesh V. Ajmera – Shareholder:**

- So, I urge you there are likeminded people who can be -- you people have a voice in the government, in the industry, in the country, and these are some of the social and investor initiatives you can very well do. Again, I have lot of inputs in this, I will appreciate if you can please reconnect and there is a lot more that needs to be done.

- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**

- Thank you very much, Mukeshji. Thank you very much for all your suggestions. Thank you.

- **Mr. Mukesh V. Ajmera – Shareholder:**

- Thank you.

- **Moderator:**

- Thank you, Mr. Ajmera. I now invite Mr. D.L. Sidwani to speak. Mr. Sidwani could you kindly unmute your microphone and do restrict your comments or queries to a maximum of three minutes.

- **Mr. D.L. Sindwani – Shareholder:**

- Namaskar, Munjal saab. My name is Darshan Lal Sindwani. I am speaking from Shamgarh, Karnal. I would like to thank you Mr. Munjal and all the Board of Directors who gave me an opportunity to speak. I had attended the previous meeting also, but I did not get a chance to speak. Munjal saab the dividend that you gave have increased our confidence in the company because we all know the condition of the market and in spite this condition you are giving 4650% dividend. Today one thing is very clear that who all are associated with you, you really take care of all of them same way like Mr. Brijmohan Munjal. Munjal saab I have a small request, you give dividend very nice, but we are a bit greedy and as you have achieved the position of 100 million, so please announce some bonus for the shareholders.
- Munjal saab one small suggestion and question, like we have 8 plants, 6 in India and 2 abroad, and we have manufactured 86 lakh motorcycles and sold also, from the market condition and capacity, the engines of two-wheeler and three-wheeler has not much difference, can we manufacture three-wheeler in any plant of ours. If not, please make the provision to manufacture three-wheeler so that our plant capacity will also be utilized and our profitability will also increase. I once again thank you Munjal saab and all the Board of Directors and the working team and the people working in our plants. Thank you very much.
- **Moderator:**
- Thank you, Mr. Sindwani. Our next the speaker shareholder is Mr. Praful Chavda. Mr. Chavda could you kindly unmute your microphone and do restrict your comments or queries to a maximum of three minutes.
- **Mr. Praful Chavda – Shareholder:**
- Sir, am I audible? Thank you, Sir. Firstly, the work that the company is doing since 21 years, it is on #1, so I would like to thank the Board of Directors, all the employees of the company, distributors, and those who are supporting the company. Sir, now we see that two-wheeler petrol era to go away, as E-scooter era is coming. I have also purchased one Hero, but I don't understand if this is our product or some other company's product. Its logo is different, its service is different. Its service is third class Sir. we don't get the spare parts for 15 days and when there is any problem in the vehicle, ₹1,000 is the minimum expense. When our vehicle is launched, its spare parts should be available all over India and there should be service station at all places. Even our Chairman Sir said, we are going to have charging stations with BPCL, so this is a nice step. Sir, I want to say that now there were Common Wealth Games and many of them won the medals, so all the players who participated in the games, Hero should complement all of them, small vehicle, big vehicle for those who have won gold, silver, and bronze medals as they struggle their whole life to win the medal. You should also give some benefit from the CSR, so it would be an inspiration for the youth to win medals for India. Sir, whatever is good keep it with you, what is not, leave them. I mean to say, Kohli, he has done nothing for three years. Now if we see

his photo also, we get irritated. Why should we keep him, he should be thrown out of the brand and should not be kept in publicity as there is no benefit for the company.

- **Moderator:**

- Can you conclude?

- **Mr. Praful Chavda – Shareholder:**

- You are doing good work in CSR. Sir, on 15th August, Modiji said to hoist flag on each house, so what will you do? All employees, distributors, wherever in India, Hero name is there, our flag should be hoisted there. So the new products that you are going to launch, it should be electric as well as petrol so that if while driving the charging is over, the vehicle can run on petrol also.

- **Moderator:**

- Mr. Chavda, you would need to conclude. We have a number of shareholder waiting.

- **Mr. Praful Chavda – Shareholder:**

- Only 10 seconds. Sir, when will there be a four-wheeler of Hero, please tell something about it. We are #1 in two-wheeler, but I wish you should have four-wheeler in electric too. Thank you, Sir.

- **Moderator:**

- Thank you very much, Mr. Chavda. Our next speaker shareholder registered is Hutokshi Sam Patel, but she appears to have logged out. So, we will move on to our next speaker. I will request Ms. Bharati Saraf to kindly speak. Ma'am kindly unmute your microphone to restrict your comments or queries to a maximum of three minutes.

- **Mr. Santosh Kumar Saraf (Joint holder with Ms. Bharati Saraf – Shareholder):**

Respected Chairman Sir, all Board of Directors, and my shareholder brothers and sisters, my name is Santosh Kumar Saraf, I am joint shareholder of Bharati Saraf. I hope all the Board of Directors, all the officers are safe and healthy. Sir I would want one minute extra because this year it is VC meeting, next year I don't think I will be there for the meeting, so I would like to speak my mind, I request moderator also. Sir, I would like to thank you for the total dividend of ₹95. You have now launched a new product, Xpulse 200 4V, so what is your projection, in one year how much will be our sale? You launched Vida Life, you have launched a new product, so what is its expected sale? Sir the company is giving a very nice performance. The company is vintage, so I won't say much about it. Just 1-2 questions, Sir. I would like to talk about Women Empowerment. You just have 9.28% women employees but Labor Minister has allowed to give all kinds of roles and all shifts, so that is one point. Women are

capable of anything, Sir. In current date they are lifting 200kg of weight in Common Wealth Games and winning medals, they are climbing mountains and even our President is a woman and Finance Minister is also a woman. So, I would want that you increase the number of women employees and don't think that women can't work in Hero factory. Why can't they work, Sir? If they are given a chance then we have very good women engineers also who can render their services to you. I would request that do think about this point. Our company is of Punjab and women of Punjab are all-rounders in all fields. So, try to empower women. I also observed you have very few women in workforce and this is also a worrying issue. Sir, percentage of women is less even in other contractual employees. Sir, I would want management to think over appointing more of women employees,. Sir, (Audio lost)

- **Moderator:**

- Mr. Saraf, could you kindly conclude, please.

- **Mr. Santosh Kumar Saraf (Joint holder with Ms. Bharti Saraf – Shareholder):**

- No, I would stop only know. Why are you disturbing me? I have hardly spoken for 2 minutes of time in video conferencing and you are disturbing me. Moderator, this is a wrong thing. Chairman can disturb us but not you. This is my humble request to you. At least let me speak for 2 minutes when I have got an opportunity to speak. Sir, I hope you are giving medical benefits to all the employees like extended paternity benefits, maternity benefits. (Audio lost) Sir, what steps you are taking about regionality, kindly let me know about this also. For rainwater harvesting (Audio lost), so kindly let us know about this and what future steps you would be taking. Sir, days of single-use plastic are over but many of the packing is done using single-use, so kindly let me know what steps company is taking on that. Sir, surplus 1700 shares of 3 shareholders which are unclaimed; just 3 shares amount to Rs. 51 lakhs, so what are you doing on that? Try to track those shareholders like sometimes there's are accidents and people are no more but their family is unknown. They should know that they have the shares, so I would want you to take steps in this regard. I won't take much of your time, Sir, because if I speak for long then our Moderator Sir will get into trouble (Audi lost). So without taking any more time my best wishes for all our Directors, all our Managers, all our employees and all the people on this video conferencing and those who are not present like we almost have 28,000 employees. With folded hands I pray to god 'God, 2 years went in too much pain but let year '2022 be wealthy, healthy and prosperous'. Sir, one last request. Some shareholders said that they have to try hard for asking you to keep physical meeting. So, ensure that should not happen. I would want that you continue doing VC meeting. You keep physical meeting but dedicate 5-10 minutes of time for VC meeting also so that outstation shareholders can express their thoughts. Nowadays dual concept is possible, Pankaj Sir and Kalra Sir. (Audio lost) Company followed the same method. They did a meeting in Kala Mandir and along with that they kept a hybrid meeting, so my humble request that you also follow the same so that we can express our thoughts.

- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**

- Thank you very much, Santosh ji. Thank you. Thank you very much for your suggestions. Thank you.

- **Moderator:**

- Thank you very much. Dear shareholders, we request you to kindly conclude your remarks within 3 minutes. We have a number of shareholders waiting to speak and that's the only reason why we need to cut you short sometimes. We move onto our next speaker shareholder Mr. Virendra Gaur. Mr. Gaur, kindly unmute your microphone and do restrict your comments or queries to a maximum of three minutes.

- **Mr. Virender Gaur – Shareholder:**

- Namaste, Chairman Sir. My Namaste to all Board Members who are present in the meeting and to all the shareholders. Sir, I am Virender Gaur from Sonipat, Haryana. I am associated with your company for last 16 years means since '2006. Pawan ji, firstly I would like to thank the secretarial department of your company because you have developed such a good team which doesn't get irked no matter how many times I ask for information and even their response time is less. Mr. Agarwal must have had a different experience but this has been my experience. You have developed such a good team and this shows the level of trainees at the HR level. Your company is commendable in this regard. Pawan ji, I would like to give a suggestion first. You increase your focus on premium segment and new products. In your speech you mentioned that Hero is present in 43 countries, we would now like to see it everywhere on the World Map. Sir, with your vision, your product quality and product design it won't be a difficult task for you and your company to spread wings across the World. Sir, now my question to you is that earlier you used to sponsor cricket matches and you sponsored many series also and you also sponsored World Cup but I think from last 3-4 years you have shifted the focus to Football and Volleyball. Sir, my question is that is there any specific reason to shift away from cricket because still today Indians are most interested in cricket? Sir, if you will refocus on cricket again then I believe that it would also help in sales promotion. As I mentioned that I belong to Haryana and you have setup two of your plants in Haryana only and you must be aware that be it Common Wealth Games or Olympic Games and currently Common Wealth Games which is on, the maximum number of players to win medals are from Haryana only. Sir, so my request is that cities of Haryana like Sonipat, Panipat or Rohtak or wherever you deem fit set up Hero Athletic Academy or Wrestling Academy so that kids who are unable to get the ground training can practice in Hero Academy and they should bring glory to Hero also and to our country also. Your company is Number 1 since last 22 years and has marked its territory, so likewise we want that these kids should also reach to heights of glory. Sir, I pray to God that in the coming years also the company should be Number 1 and we would prosper along with the company. Thank you. Jai Hind.

- **Moderator:**

- Thank you very much Mr. Virender Gaur. I shall now invite Mr. Jaydip Bakshi to speak. Mr. Bakshi could you kindly unmute your microphone and do restrict your comments or queries to a maximum of three minutes.

- **Mr. Jaydip Bakshi - Shareholder:**

- Good noon, Sir. (Audio lost) and our CFO. Myself Bakshi connecting from the State of (Audio lost). Thanks to our Company Secretary Mr. Dhiraj Kapoor for giving an informative Annual Report and to the secretarial department for keeping in touch with us. Sir, proud to be part of a company maintaining expected position as one in two-wheeler segment for two decades. Sir, what is our future outlook plans and steps to increase the Market Share from our present 48%? Sir, expansion, we are globally foot-printing in 40+ countries and manufacture units also to 8 including Colombia and Bangladesh is a great achievement. Sir, maintaining the same in this difficult turmoil period globally which is going on and after this poisonous thing of the Coronavirus is no mean an achievement and shows the dedication of all the involved in the organization. Sir, kindly highlight on the partnership with BPCL for battery charging for our electric vehicles. Sir, in this inflation market the raw material prices are day to day increasing. Sir, how are we setting up with our vendor suppliers as the trend now for not going into long term supply contracts? This is the facility now going on. What are the steps for digitalization and AI for better products and supporting our new generations? Sir, in this context congrats to our R&D team from bringing our new products with the latest technology along with the technical support of our R&D at the German. And expected timeframe for the launch of the in-house electric vehicles and for the hybrid 2-3 big wheeler which we have in our product pipeline? Sir, percentage of the revenue generated from the ecommerce and all the digital channels? Sir, and any after sales or service solution launched in this line on this e-platform? Sir, how have been our accessories business and plans to overcome the local market? Sir, with the inflation and the economic crisis, how much effect on the business from the Tier 2 and Tier 3 towns and cities as they constitute of the maximum sales? Sir, what are the threats and risks which we foresee in the coming years? Congrats for the awards which we have received mentioned in page 52 and also for the increasing in the solar footprint and water management as it is a very scarce resource. Once again, thanks for the dividend of Rs. 60 and Rs. 35 the final dividend. Sir, kindly hold this meeting on this Hero Day and virtually so that we can connect also from outside in different places. Personally using our product and truly satisfied. And, Sir, kindly share a memento to mark the 75th Year of Independence. And if possible, Sir, arrange for a plant visit; we will be very much satisfied if we get a chance to have this. And hope, Sir, with the strength and support of all the concerned and guidance from the Board and Management our company position will have greater grip in this field. Thank you, Sir. And once again, Sir, regarding the safety awareness which you have already mentioned on Page 49 of our Annual Report,

kindly put stress on this because this is actually a real concern with the day-to-day's the accident cases rising. Thank you, Sir, and all stay safe. Namaskar.

- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**

- Mr. Jaydip.

- **Moderator:**

- Thank you, Sir. We move on to our next speaker shareholder Dr. Alok Kumar. Dr. Alok Kumar, could you kindly switch your camera on, switch your microphone on and speak and do restrict your comments or queries to a maximum of three minutes.

- **Dr. Alok Kumar – Shareholder:**

- Namaste and greetings of the day to the Chairman, entire Board members and participating fellow shareholders. I'm Dr. Alok, a native of Gorakhpur in Uttar Pradesh. I'm a proud shareholder of Hero Motor Corp for more than three years for an undisputed World's Number 1 two-wheeler company. My heartiest congratulations to you for achieving 100 million milestone last year and best wishes for eyeing next 100 million by '2030. Your Annual Report once again brings smiles on our faces. Thanks for a very transparent Balance Sheet and giving us a consistently high dividend per share. And another year of robust performance amid several challenges, so you are a real hero. Your vision of creating next generation mobility through sustainable technology, your expanding presence in global business and your focus on increase diversity, gender diversity guided by your core values, it gives us enough confidence that you are not only going to be Number One Indian two-wheeler manufacturer/supplier but also you will be the largest exporter very soon. We hope with this we will be also getting further higher dividends and also some more bonus. Your 'Hum Mein Hai Hero' song gives us immense sense of pleasure and it fill us full of josh. Witnessing all your success stories so far, I would like to ask two questions from you. My question number one is, you were the game changer by bringing four stroke engines in the two-wheeler segment for Indian customers. What is your next game changer in the kitty? Is it a flex-fuel? Is it a Hybrid? Is it going to be a Hydrogen fuel vehicle or something more surprising? My second question would be related to much talked electric vehicles. Nowadays a lot of electric vehicles startups, especially in the two-wheelers segment, are there in the market and there are conflicting arguments about safety and potential to reduce carbon footprint through EVs are being discussed. We also know Hero is also working to bring EVs, do Hero have any plans to bring the facts about EV safety concerns and potential to reduce carbon footprint compared to IC engines? This could be an eye opener for many of us who really don't understand these facts. Thank you for giving me the opportunity to participate in this AGM. I'm a 'Dil se Hero' shareholder. Thank you very much.

- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**

- Thank you.
- **Moderator:**
- Thank you, Dr. Alok Kumar. Ms. Hutokshi Sam Patel who had logged out earlier is back in the meeting and we'll invite her now to speak. Ma'am, could you kindly unmute your microphone, switch your camera on if you so desire and speak and do restrict your comments and queries to a maximum of three minutes. Okay, we move on to our next speaker shareholder, Ms. Vasudha Vikas Dakwe. Ms. Patel seems to be having an unstable connection. We'll try and patch her in later. Vasudha Vikas Dakwe. Ma'am, could you kindly unmute your microphone, switch your camera on and speak for a maximum of three minutes. Ms. Dakwe, could you kindly unmute your microphone?
- **Ms. Vasudha Vikas Dakwe – Shareholder:**
- Hello? Can you hear me, Sir?
- **Moderator:**
- Yes Ma'am, we can hear you loud and clear.
- **Ms. Vasudha Vikas Dakwe – Shareholder:**
- Okay. Thank you, Sir. Very good afternoon respected Chairman Sir, Board of Directors and my fellow shareholders. Myself Vasudha from Thane. I would like to congrats our Company Secretary for sending me the soft copy of the report well in advance which itself is clear and transparent. The opening speech given by the Chairperson is very informative. I would like to ask, who are our main competitors? When was the last bonus given? Lastly but not least, please look into the matter of unclaimed dividend amount which is approximately more than 10 crores which is going to the IEPF Fund which is the hard and fast money of the minority shareholders. With this, I support all the resolutions. Thank you very much and wish the company all the best for coming financial years and my best wishes for coming all the festivals during the month of Shravan and Bhadrapada. Thank you very much, Sir.
- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**
- Thank you very much.
- **Moderator:**
- Thank you, Ms. Dakwe. We have two shareholders who had registered Kirti Shah and Shashikant Gajanan Marathe but they haven't logged in. So, we'll move on to our next speaker shareholder Mr. Pankaj Grover. Mr. Grover, could you kindly unmute your microphone and speak for a maximum of three minutes. Mr. Grover, over to you, Sir.

- **Mr. Pankaj Grover – Shareholder:**

- Greetings to everyone. Greetings to everyone. Myself Pankaj Grover from Delhi, a shareholder of the company. I'm very thankful for accepting my request of being a speaker shareholder. All the facilities that are provided to us in this AGM, that's a good example of hard work of Chairman Sir in arranging all these things. I have asked so many queries in past and secretarial team have responded so well. Dr. Pawan Munjal, the main leader behind this success story. Such an energetic personality! The main leader behind the whole decorum of this AGM. I must appreciate their efforts in holding AGM virtually and the hard work of entire secretarial team. I wish to ask, Sir, how do you manage to look so young and energetic at all the time? Actually I have three questions to ask, as asked by Praful Sir. My first question is, is there any plan in the pipeline of the company to come out into four-wheeler segment? My second question is, it's been almost 20 years that the company has issued bonus shares, so when will we, the current shareholders, we will expect the same from the company to allow? As asked by Bharti Saraf Sir, my concern also matches with Sir for upliftment of women welfare and employment and cost cutting in the company. I send my prayers, positive wishes and luck in your direction. I believe in you, Sir, and wish you all the best in your present and future endeavors.

- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**

- Thank you, Pankaj ji.

- **Moderator:**

- Thank you, Mr. Grover. I now invite Mr. Gagan Kumar to speak. Sir, could you kindly unmute your microphone, switch your camera on if you so desire and speak. Kindly restrict your comments and queries to a maximum of three minutes.

- **Mr. Gagan Kumar – Shareholder:**

- Good morning, Munjal Sir, Dinodia ji, all the Board member. Hello to you all. Chairman Sir, after listening to your speech and hearing so many questions and answers I don't have any further questions to ask. I would just like to say, Sir, we got dividend of Rs.95 and other shareholders have also requested that when will we get the bonus. So, kindly let us know about this. The rate of our shares is Rs. 2750 and it is trading in that range approximately. My father bought these shares which have multiplied and I am enjoying the benefits, Sir. Because your growth we are getting the appreciation on our investment, so I heartily congratulate for that. I would like to say one more thing, Sir, if shareholders can get discount option while buying the products, so that would be really nice. I would like to thank the Secretary Sir and his entire team who gave me an opportunity to connect with you through this portal. And whatever my query is, they reply within a minute over the email. Many people spoke about physical meeting and hybrid meeting but only time will tell what will happen in future but if possible even hybrid model is a good one, Sir, through which pan India shareholders

will be able to join. We get this opportunity once in a year to meet you, so with that model it would continue, Sir. Kindly think over in this regard. Thank you. Thank you so much.

- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**

- Thank you.

- **Interviewee:**

- Thank you, Mr. Gagan Kumar. I now invite Mr. Manjeet Singh to speak. Sir, could you kindly switch your microphone on and speak for a maximum of three minutes. Thank you.

- **Mr. Manjit Singh – Shareholder:**

- Hello? Am I audible?

- **Moderator:**

- Yes Sir. You are audible, Sir.

- **Mr. Manjit Singh – Shareholder:**

- Chairman, Directors, all the members of the secretarial department and my co-shareholders of Hero MotoCorp, I welcome all and I pray to God that everyone stays safe. Munjal Sir, what's our preparation for the upcoming festival season? Are there chances to meet all the bookings received from the dealers? What kind of orders are we receiving from the dealers? Kindly tell us about this because main load of the festival season is on Dhanteras, so do tell us what preparation we have done for that. Munjal Sir, I wanted to ask that when customer buys a two-wheeler from us has this road tax been exempted? Because country has changed, road have changed, new-new highways have come but still there are many highways from which government is withdrawing permission for two-wheelers, so you should request to the government that when highways are constructed they are making cycle lane so why can't they make a separate lane for two-wheelers as well. Because the youth of the country definitely buy bike or scooter and use that to commute to work but they face issues because new highways that are being constructed, for example Delhi-Meerut Highway has been made, but they have given instructions to these highways that two-wheeler entry won't be allowed. So, pay attention to this and you being a big player you should act on this. As far as single use plastic is concerned like our bike-parts business is of a very high level and supply which we give to the markets, so are duplicate market players dominating the market? Are you able to focus in this aspect because GST on our items is very high level and so chances of duplicate are high. As far as single use plastic is concerned, you can do the advertisement. Material and auto-parts that you supply in the market to sell, you can wrap 6 or 12 pieces in a small bag

and put in a box and this plastic bag will be used by customers to get vegetables and groceries and that in a way will be a good advertisement for you. Sir, the expenses that we do for R&D, so what's the percentage margin? How much do we spend on R&D? Our PE which is 23.61% and for the sector it is 26.12%, so what's the...

- **Moderator:**

- Mr. Manjeet Singh, could you kindly conclude as soon as possible?

- **Mr. Manjit Singh – Shareholder:**

- (Audio lost) this time Tricolor Mahotsav is being celebrated and that is being held on bikes and scooters only, so our company should not lag in this and act as the opportunity is. Sir, is there any plans to take us for a plant visit? Do tell us with this regard. Your subsidies and other companies are also doing well, so Munjal Sir, will you build subsidies for tyres also because that way we will have to pay less if we buy tyres from our company only and I would like that. Secretarial Department has done a very good job and because of them we are able to connect with you despite being situated so far. You are doing very well for your company and you have created a good image. 'Balley- Balley Hero Honda. Hero FinCorp Balley- Balley'. Under tribunal decision you are allowed to sign Hero MotoCorp's EVs in '2022, so do tell us what difference will that make to our company? Thank you.

- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**

- Thank you.

- **Moderator:**

- Thank you, Manjeet ji. We move on to our next speaker shareholder Mr. R.K. Agarwal. You are now invited to speak. You kindly unmute your microphone and do restrict your comments and queries to a maximum of three minutes.

- **Mr. R.K. Aggarwal – Shareholder:**

- Very good afternoon Dr. Munjal, I'm R.K. Aggarwal from Ambala, Haryana. First of all, thank a lot, Sir, for giving me this opportunity to speak to you at this platform. I have been a shareholder for your reputed company for the last 10 years and your company has given us a very good return every year. You've also done a great job during the Covid-19 by supporting societies, hospitals and medical staff by creating 100 bedded temporary hospitals, providing ventilators, oxygen concentrators, PPE Kits, sanitizers, masks etcetera and providing oxygen cylinders were arranged when there was a crisis all over the nation where the patients were able to breathe by getting oxygen. Also food was distributed to the needy people and Covid-19 has not ended and new another challenge has come up for the costs. Sir, I want to ask you two questions. Question number one is, how you are managing PCB and electronic parts

shortage which is a worldwide shortage? Cars delivery lead time at present is 6 -12 months because of the shortage of parts. Question number two is, how are you combating the rising inflation. These are my two questions. Thank you, Sir. All the best. Best wishes to Hero Moto Corp.

- **Moderator:**

- Thank you very much, Mr. Agarwal. We will attempt one final time to reconnect with Ms. H.S. Patel. Ms. Patel, you're invited to speak. Kindly unmute your microphone, switch your camera on and speak. Ms. Patel, you need...

- **Ms. H.S. Patel – Shareholder:**

- Hello?

- **Moderator:**

- Yes Ma'am, we can hear you now. We can hear you, Ma'am.

- **Ms. H.S. Patel – Shareholder:**

- Thank you. I consider myself lucky that even after 3-4 attempts...3-4 failures I am able to speak. Mr. Munjal Sir, I'm extremely very-very glad that you have given me an opportunity to speak at this Hero AGM. I wish the company all the best on this 39th AGM. Today your share price is Rs.2742 and you are giving us a wonderful dividend of Rs.95. Very much thankful to you for very good dividend. What's happening? Saraf Sahab, you are sneezing and we all can hear. Kindly unmute yourself. Anyway, I thank Mr. Dhiraj Kapoor, our Company Secretary and Mr. Niranjan Gupta, the CFO who has given us very good Annual Report and good financial results. Anyway, this year financial results are not that very good as that of last year maybe a little because of Covid. I find... Hello? Am I audible? Hello?

- **Moderator:**

- Yes Ma'am. Yes Ma'am, you are.

- **Ms. H.S. Patel – Shareholder:**

- Yeah, thank you-thank you. The revenue has come down and income is also down. Though the expenses are cut short the profit for the year is (Audio lost) than that of the last year. Our EPS is also down. Why is it so, Sir? But in spite of that you have given us a good dividend of Rs.95.

- **Moderator:**

- Ms. Patel, you have an audio problem. Your voice is not clear, Ma'am.

- **Ms. H.S. Patel – Shareholder:**

- It's not clear because somebody else is already connected in this conversation. Outside people over there from your side, some other speaker is connected on this line that's why. Anyway, I congratulate the company and wish them good luck. (Audio lost)

- **Moderator:**

- Is connectivity there? We move on to our next speaker shareholder Mr. Goutam Nandy. Mr. Nandy, kindly unmute your microphone, do switch your camera on if you so desire and go ahead and speak.

- **Mr. Goutam Nandy – Shareholder:**

- Sir, am I clearly audible?

- **Moderator:**

- Yes sir, we can hear you loud and clear.

- **Mr. Goutam Nandy – Shareholder:**

- Yes. Good afternoon and namaskar. Respected Chairman, Board of directors and my online fellow shareholders, myself Goutam Nandy of Kolkata- The City of Joy. Very old equity shareholder of Hero MotoCorp limited. Sir, firstly I'd like to give thanks to your secretarial department for sending me Annual Report and other necessary relevant papers through email well in advance and also thanks for connecting me in this busy platform in a smooth manner. So, especially thanks to our respected Company Secretary, Mr. Dhiraj Kapoor and his whole team for rendering good services to our minority shareholders. Sir, you are organizing your Annual General Meeting through video conference for the third time and I find it is a grand success. So thanks again, Sir. Sir, a few years back we have faced GST and demonetization and now Covid-19, Ukraine-Russia war etcetera-etcetera. Each and every company is suffering very much, Sir. But one thing, Sir, I'm very glad to see that despite a tough pandemic and most challenging year our company's performance is excellent. You are also giving very-very good dividend to our minority shareholders, Sir. we are very pleased to accept this type of dividend, Sir. Sir, your CSR activities are also remarkable. Sir, your Annual Report is very attractive and also very informative. Sir, in this context I'd like to suggest please issue hard copy of Annual Report at least to the speaker shareholders. And one important thing, Sir, please also mention our speaker serial number with your link that you are sending to us that. This is very important, Sir. Please note it down. Sir, what is your roadmap for the next 3-4 years? Sir, now the Face Value of your company's share is Rs. 2 each. In the year 2001 you had split up your share from Rs. 10 to Rs. 2, are you planning to split up again into Rs. 1 in near

future? Sir, please tell me the booster dose has been given to your each and every employee or not? If not, please arrange for the same immediately because the employees are the pillars of our company, Sir. Sir, you are going to launch any new two-wheeler in this year? Please let me know. Sir, one thing, one sweet experience. I would like to share one small sweet experience. Sir, in the year 1985 I saw an advertisement in the newspaper that you have collaborated with Honda Company, Japan and will launch 100cc four-stroke engine motorbike and video wrote 'Who are interested, please may apply. Whose price would be Rs. 14,000 approximately on road'. Sir, I applied. There was a lottery system.

- **Moderator:**

- Mr. Nandy, if you could kindly conclude.

- **Mr. Goutam Nandy - Shareholder:**

- Let me share this, Sir. I was the lucky winner of that and my serial number was 023; only 23 out of thousands and thousands of applications, Sir. That time 100cc motorbike with four stroke engine was completely new concept launched in India for the first time. I was very satisfied with that bike, Sir. 16 years I have used that bike without any problem, Sir. The model of Hero Honda was Hero Honda COULD 100 and registration number was WMS 2116. I'm very happy, Sir. I'm very happy. I'm also very proud to be a shareholder of your company, Sir. I'm hopeful towards the prospect of our company. I have full trust with our strong management, Sir, and so I wholeheartedly support your all resolutions. I got also huge price appreciation in your company's share also, Sir. Sir, nothing to say more today. Looking forward with a positive...

- **Dr. Pawan Munjal - Chairman & CEO, Hero MotoCorp Limited:**

- Thank you very much, Mr. Nandy.

- **Moderator:**

- Thank you, Sir. We move on to our next speaker shareholder. I now invite Mr. Anmol Jain to kindly speak. Sir, could you kindly unmute your microphone, switch your camera on and speak. Do restrict your comments or...

- **Mr. Anmol Jain- Shareholder:**

- Namaskar Chairman.

- **Moderator:**

- Yes Sir, we can hear you.

- **Mr. Anmol Jain- Shareholder:**

- This is Anmol Jain from Delhi. I was very impressed by your speech. I felt you covered all the point in the Chairman's speech be it related to finance or related to working. The best thing that you said in the Chairman's speech was like you started the speech dedicating it to Azadi Ka Amrit Mahotsav and we could see the demo. I really liked your vision and I am quite impressed by that. Sir, our honorable Prime Minister talks about Atmanirbhar Bharat and in that Hero Honda is in the forefront. The dream which he has seen, Hero Honda is in the forefront matching his dream. Sir, there's no question of asking questions. We ask questions where there's a problem. By lighting a lamp the light of the sun won't diminish, likewise is the case with you. Sir, I have just one curiosity and wish like the first speaker said that company should make some badge or logo of Azadi Ka Amrit Mahotsav and distribute to the speaker shareholders or to the other shareholders who are participating in this meeting. So, I would also really like that. If company is celebrating country's Azadi Ka Amrit Mahotsav then they should call speaker shareholders and other shareholders who are participating in this meeting. Your leadership and vision and assistance from Danodia Sir, CFO Sir and Company Secretary Sir will take our company to newer heights. This is what I wish and my best wishes for the same. Namaskar.

- **Moderator:**

- Thank you very much, Mr. Anmol Jain. Our next speaker shareholder Mr. Rohit Jonwal has not joined in. So, we move on to Mr. Ankur Chaddha. Mr. Chaddha, kindly unmute your microphone and do restrict your comments or queries to a maximum of three minutes.

- **Mr. Ankur Chanda- Shareholder:**

- Sir, I am audible?

- **Moderator:**

- Yes Sir. You are audible, Sir.

- **Mr. Ankur Chanda- Shareholder:**

- Sir, Good Afternoon. Sir, I want to ask that Income Tax has alleged bogus expenses of Rs. 1000 crores, so what's the status of that? Means where has that amount gone? If these bogus expenses were added, so why were they added? If these bogus expenses were added to the company, Sir? One more thing, we have done cash transaction of Rs. 100 crores in a farmhouse in Chhatarpur, so what is the source of that, Sir, what is the update from the Company, please tell Sir. 2-4 years ago our company's share price was Rs. 3500-Rs. 3600 but after that it never crossed Rs. 3000. It is just ranging at Rs. 2600 or Rs. 2700 or Rs. 2100 or Rs. 2200. It is just because of the shortcoming of the management that this is happening. Okay Sir, you tell me, what are details of those Rs.

1000 cr?. And what is the action taken by the IT department on this and what have you done in that regard? Only this much. Thank you.

- **Moderator:**

- Thank you very much, Mr. Ankur Chanda. Our next speaker shareholder is Mr. Chetan Chaddha. Mr. Chaddha, kindly unmute your microphone, do switch your camera on and speak. Do restrict your comments or queries to a maximum of three minutes.

- **Mr. Chetan Chaddha- Shareholder:**

- Okay Sir, no problem. First of all I have to say that speaker before me was not Ankur Chaddha but Ankur Chanda. Okay Sir? Please, correct in your dictionary. He is Ankur Chanda and not Ankur Chaddha. I think this is being shown in your dictionary too; in the list of the speakers. First of all, Sir, I would like to thank the secretarial department who gave me a chance to connect with you and from last 1 hour 35 minutes I have been waiting for my turn to speak. Munjal Sahab, I want to give the full credit for this to secretarial department and Company Secretary that they didn't take any initiative to ensure to communicate the speaker number to the shareholders. I had requested for physical hard copy of the Annual Report on 19th July which till date I haven't received. I would like to thank secretarial department for this also. They should be congratulated for not sending me the hard copy of the Annual Report. I don't understand the way they are functioning. Company's secretarial department has sent a mail to me dated 1st August which has the speaker link. For this also I wasn't given any prior intimation that 'We have sent you a mail'. Nobody from that department...

- **Moderator:**

- We can't hear you, Sir.

- **Mr. Chetan Chaddha- Shareholder:**

- (Inaudible)

- **Moderator:**

- Chaddha ji, we can't hear you.

- **Mr. Chetan Chaddha- Shareholder:**

- I would like to thank them. Mr. Moderator, if you are in a hurry then you can leave. I don't think so what is the meaning of the AGM.

- **Moderator:**

- Okay. We have appeared to have had a connectivity issue with Mr. Chaddha's connectivity. So, we will shall move on to our next speak shareholder Mr. S.K. Kalra. Mr. Kalra, could you kindly unmute your microphone and speak. Sir, you would need to unmute your microphone.

- **Mr. S.K. Kalra – Shareholder:**

- I am audible now?

- **Moderator:**

- Yes Sir.

- **Mr. Sanjay K. Kalra – Shareholder:**

- Namaskar Respected Chairman Sir and Board of Directors. My name is Sanjay Kalra. I belong to District Rohtak, Haryana. Many congratulations to you all for Hero Day. I am shareholder of Hero MotoCorp from last 4 years. Hero MotoCorp company is performing really well. As an investor and shareholder we get timely dividend payments, timely we get the Balance Sheet of the company. Hero MotoCorp company gave us dividend during Corona time also and they looked after everyone, so I would like to thank you all for that. Sir, though the company is performing really well but I would want few information from you. I got to know that other companies like Bajaj, TVS who are our competitors are promoting exports and every month thousands of vehicles are being exported. I want to know from you, what are your plans of promoting exports? As you said that Hero exports to 40 countries, so what's your plan to export in markets of other countries? Sir, as it is stated in the report and you also mentioned that Hero MotoCorp has setup 2 plants abroad, is company planning to setup plants in other countries also? Kindly give us some information on this. Thank you.

- **Moderator:**

- Thank you, Mr. Kalra. Our final speaker shareholder Mr. N. C. Upriti had logged in but is not logged off. So, with that we thank everyone. All the shareholders who have registered to speak at this AGM have now spoken. Before we proceed we shall play a short audio-visual.

(Audio-visual playing)

- **Moderator:**

- Over to you, Dr. Munjal.

- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**

- Thank you very much to all the speaker shareholders who have come forward, given us your blessings, your good wishes and many of you have given very valuable suggestions like the previous time as well. Some of you have spoken about not getting enough or good cooperation from the company, not getting the Balance Sheet, Annual Report. To my mind, the company has made all its best efforts to do whatever is required to be done for all the shareholders at all times including everything that is required to be done for the Annual General Meeting as well and we will keep improving upon whatever we do every with every passing year.
- The company in spite of the recent times, as I spoke in my speech, has done exceedingly well. The performance of the company has been very good. I have already thanked everyone for their contribution and I congratulate everyone once again for the kind of performance the company has come out with in spite of the tough times all of us are seeing not just in India but globally. We will continue to serve our customers in the best possible manner, the best possible technologies, the best possible products and the best possible service that we can offer to all our consumers. As I said earlier, whatever we do here at Hero the customer is at the center and the heart of everything that we do.
- Many of you have spoken about what the company is going to do about EVs and electrification. Again, during my speech I have touched upon the launch of the brand Vida for our emerging mobility business.
- Also, some of you touched upon the fact that the tribunal has allowed Hero MotoCorp to use the brand Hero for our EVs. Having said that, we've already launched brand Vida powered by Hero for our electric vehicles and you will soon see the first launch of Hero's Electric Vehicle thereafter followed by many more launches in the emerging mobility business space.
- I also spoke about sustainability being at the heart of Hero's culture, Hero's ethos and for me personally sustainability is top of my own personal agenda including diversity and inclusion. The entire leadership team with the guidance of the Board is guiding the rest of the organization in its efforts towards sustainability and diversity and inclusion.
- Well, I can go on speaking because this is my passion but I would now want our CFO Niranjana to respond to some of the queries that some of you have raised and some of the questions, some of the issues that you want clarified. Over to you Niranjana.
- **Mr. Niranjana Kumar Gupta – Chief Financial Officer, Hero MotoCorp Limited:**
- Thank you, Chairman, for giving this opportunity. So, let me go with the questions as the flow that came. So, there were a few questions around entering three-wheeler space, entering four-wheeler space etcetera. As a company, we continue to evaluate our product portfolio, our business plans in line with our vision, mission and our goals and we keep evaluating from time to time. You would have already seen a very

innovative product which was two-wheeler and three-wheeler combination in Hero World that was shown two years back and, therefore, this is to assure you that the company continues to evaluate multiple options as far as its long-term plans are concerned.

- R&D spends, yes, indeed as you've noticed we focus a lot on R&D. Our R&D spends are more than Rs. 600 crores per annum. Over the last 5-7 years we would have spent twice the nearest competitor. Clearly, we focus on developing and investing behind research and development capabilities as well as brands because these capabilities are long lasting for future.
- As far as Global Business is concerned, as Chairman touched upon, we are already in 43 countries. We are scaling it up big time. Last year has been a great year with more than 50% growth and you will continue to see us leveraging this lever of growth for us moving forward.
- In terms of dividend and bonus shares and lots of questions on those. But as you all have picked up already, despite pandemic our dividend has been at Rs.95 per share. In fact, in the last two years our total dividend of around Rs.210 per share despite the pandemic years has probably been the highest two years in the last 10 years. We've paid out more than 75% of our profit because we do care for our shareholders as we care for employees and stakeholders. That was shown during pandemic and all other time. On the suggestions of bonus shares and split, we take them on Board. The Board continues to evaluate various options for long-term value creation and we have taken note of those.
- You also highlighted and suggested about safety. We in company give safety top priority not only in our plants where clearly safety is our priority number one but also on the road safety we have several programs including sponsoring right training schools and partnering with many other collaborators. We will continue to actually move up several notches on this front as you've suggested.
- As far as the tax matter is concerned, our disclosure is there in the notes to account. There's no further update to that. The company has strong internal control systems and all its accounts are duly audited and we remain confident of our position and the company will take necessary actions as and when the need arises.
- On the sports there are a lot of valuable suggestions on cricket, why we have moved. Fortunately, now cricket as a sport have got many sponsors and BCCI is doing a great job on it and which is why we have moved now our focus on the sports where the attention is more required and therefore you see we are sponsoring hockey, you see volleyball, we are focusing on women's cricket. There are sponsors that we have sponsored. Smriti Mandhana and Jemima Roderick. So, we are focusing. We continue our focus on the sports that we can bring it up. There were suggestions around Athlete Academy etcetera by Hero and we will definitely look at that.

- Questions around gender diversity. Again, it is our top priority. As you've seen, we now have 30% gender diversity at the board level, at the management level it is increasing, at the leadership level and at the staff level as you noticed. Of course, it's a long way to go but right from Chairman down to the junior most employees, we are completely committed to our DNI Agenda.
- Moving forward. Then there were questions around some partnerships. We have in our mission itself, as we have seen, it is 'Create, Collaborate and Inspire'. So, while we create things, we firmly believe in collaborating and which is where you see partnerships with Gogoro, you see partnerships in Ather, you see partnerships on design houses and therefore now we have partnership on the charging stations. We do believe that in the world moving forward it is the collaboration and partnerships which will decide the ultimate winners.
- Some of you have picked up on the parts and accessories business. Yes, we have done extremely well on that. We delivered almost 4000 crores of revenue last year with a double-digit growth and every quarter this has been going up. There's lots of opportunities. We are going to focus moving forward on accessories and merchandise business as we move forward.
- I think that there was a question also around festive season preparedness. Festive is a big season for us. The way we run supply-chain that we are always prepared. It's an ongoing continuous review that happens. We are completely prepared to supply the market demand which we feel will bring positive sentiment across the Auto Sector. Around the supply-chain management on electronics, again, our operation supply-chain team, sourcing teams continue to manage this. The situation will remain tight for the next 4-6 quarters but we continue to manage our supply-chain with our team that we are doing.
- I think that pretty much covers, Chairman, the most of the of the question unless I missed out anything. And before I hand it back to Chairman, I do realize that maybe next time around I should learn Punjabi for this AGM and I've tried my bet but many thanks to you all. Back to you.
- **Dr. Pawan Munjal – Chairman & CEO, Hero MotoCorp Limited:**
- Thank you. Thank you, Niranjana. Just one point which was brought up, interesting one, around drones. So, we in the company, as I keep saying, have this vertical called Emerging Mobility Business Unit which looks at not just electric vehicles but looks at various other options in mobility and drones is an interesting one in the area of mobility as was pointed out by Mr. Vinod Agarwal. In our own studies also drones have come up number of times. So, as a company we take your suggestion on board and we will send it across to our engineering and R&D Centers to do some more work around drones.

- Three-wheelers, we already have shown in one of our Hero World's in 2020 a concept vehicle of a multi modal three-wheeler cum two-wheeler which interestingly just a week back was also accepted as a new mode of transportation, a new form of a vehicle by the government authorities.
- So, that's around the drones and three-wheelers. Thank you again for all your suggestions and all your good wishes.
- Moving on, the company had provided remote e-voting facility to the members to vote between 9am of August 5th, 2022 until 5pm of August 8th, 2022 in proportion to their shareholding as on the cut-off date of August 2nd, 2022. Now in order to provide the facility to those shareholders who have not cast their vote through remote e-voting, the e-voting is open at the meeting and will close after 30 minutes.
- Mr. Devesh Kumar Vasisht, partner at M/s Sanjay Grover & Associates (Company Secretaries), is appointed as the scrutinizer for voting by the shareholders. His decision will be final with regard to validity and results of the voting through remote e-voting and e-voting during the meeting. On the receipt of final report from the scrutinizer the results of the voting along with remote e-voting will be announced within two working days of conclusion of the meeting. The results of voting will be displayed at the registered office and will be placed on the website of the company once they are declared.
- As all the items of business as per the AGM Notice have been taken up, the proceedings of the AGM have been concluded and I declare the meeting close. Thank you for joining us today and I once again wish you all a safe and healthy future. Namaskar.
- **Mr. Niranjana Kumar Gupta – Chief Financial Officer, Hero MotoCorp Limited:**
- Thank you, Sir.
- **Moderator:**
- Dear Members, e-voting is now open. All members participating in the AGM who have not cast their vote yet are now requested to cast their vote. Thank you.